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LEGAL INSIGHT. BUSINESS INSTINCT.

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Our file no.: 0000340565

July 23, 2009

**Via FedEx**

Stephanie L. Stumbo, Executive Director  
Public Service Commission of Kentucky  
211 Sower Boulevard  
P.O. Box 615  
Frankfort, KY 40602-0615

**Re: ATC Outdoor DAS, LLC - Notification of Intent to Provide Intrastate  
Telecommunications Services in the Commonwealth of Kentucky**

Dear Ms. Stumbo:

On behalf of ATC Outdoor DAS, LLC ("Applicant" or the "Company"), enclosed for filing are an original and ten (10) copies of this letter of intent. In accordance with the Commission's Orders in Administrative Case No. 359 (dated June 12, 1996) and Administrative Case No. 370 (dated January 8, 1998), Applicant submits the following information:

1. Name, address, telephone number and fax number of the Company are as follows:

ATC Outdoor DAS, LLC  
400 Regency Forest Drive  
Suite 300  
Cary, NC 27518-7723  
919-465-6665 (tel)  
919-466-5564 (fax)

2. Applicant is a limited liability corporation organized under the laws of the State of Delaware. A copy of its Certificate of Formation from the Secretary of State of Delaware is attached hereto as Exhibit A. Applicant's certificate authorizing it to transact business as a foreign corporation in Kentucky is attached hereto as Exhibit B.
3. The name, address, telephone number and facsimile number of the responsible contact persons for customer complaints and regulatory issues are as follows:

Boston  
Hartford  
Hong Kong  
London  
Los Angeles  
New York  
Orange County  
San Francisco  
Santa Monica  
Silicon Valley  
Tokyo  
Walnut Creek  
Washington

Bingham McCutchen LLP  
2020 K Street NW  
Washington, DC  
20006-1806

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(1) Regulatory Contact

Janae Walker Bronson  
Attorney  
American Tower Corporation / ATC Outdoor DAS, LLC  
10 Presidential Way  
Woburn, MA 01801  
781-926-4949 (tel)  
Janae.WalkerBronson@americantower.com

(2) Customer Inquiries:

David Pierce  
Director, DAS Solutions and Acquisitions  
ATC Outdoor DAS, LLC.  
400 Regency Forest Drive  
Suite 300  
Cary, NC 27518-7723  
919-465-6665 (tel)  
919-466-5564 (fax)  
David.Pierce@americantower.com

Applicant will be responsible for all customer inquiries and complaints. The toll-free telephone numbers for customer inquiries and complaints, 877-282-7483, will be provided by the Company on the customer bill.

Applicant's agent for service of process in Kentucky is:

CT Corporation System  
Kentucky Home Life Building  
Louisville, Kentucky 40202

4. Applicant has not provided nor collected for intrastate telecommunications service in Kentucky prior to filing this notice of intent. Please see notarized statement attached hereto as Exhibit C.
5. Applicant does not seek to provide operator assisted services to traffic aggregators as defined in Administrative Case No. 330.
6. Applicant plans to provide radio frequency ("RF") Transport Services to business customers, who are typically major wireless carriers. RF Transport Services utilize optical technology, including multi-wavelength optical technology, over dedicated transport facilities to provide customers with links to emit RF coverage. RF Transport Services connect customers to their networks through a combination of distributed antennas and bi-directional RF-to-optical conversion equipment aggregated at a hub facility. The conversion equipment allows the

Company to accept RF traffic from the Customer and then send bi-directional traffic transmissions across the Customer's optical networks. At the remote end, the Customer's RF is received at Company-provided RF-to-optical conversion equipment that allows bi-directional conversion between optical signals and RF signals. RF signals can be received and transmitted at this remote access node. Hence the Company provides optical transit services for customer RF signals.

Applicant plans to offer RF Transport Services to and from all points in the Commonwealth of Kentucky that are open to competition. Therefore, Applicant seeks statewide authority.

Initially, Applicant will not offer switched local exchange or interexchange services in Kentucky. Applicant, however, seeks the full range of resold and facilities-based local exchange and interexchange authority so that it can have flexibility in provisioning its services in the future.

7. Applicant seeks authority to operate on a de-tariffed basis pursuant to KRS 278.541 to 278.544. Applicant's services will be provided on an individual contract basis, with each customer negotiating terms for their particular services. Service will be offered on a non-discriminatory basis to similarly situated customers in substantially similar circumstances. As stated above, Applicant will not offer basic local exchange services at this time. If in the future Applicant offers basic local exchange services it will comply with all tariffing requirements.
8. Applicant will comply with applicable Commission statutes and regulations unless specific exemptions are granted pursuant to KRS 278.512.
9. At the time of contracting for services, Applicant and the customer will agree to payments terms for a flat monthly rate that includes all services. The payment terms in the contracts do not require Applicant to provide the customer a monthly invoice since the flat monthly rate will not change during the term of the contract unless the customers adds additional services or locations. Rather, customers either pay the flat monthly rate either through Automated Clearing House (ACH) or by sending a wire to Applicant's bank account. As a result, Applicant does not have a sample customer bill to provide the Commission. If in the future, Applicant's billing practices change and Applicant begins sending bills to customers, Applicant will provide the Commission a sample bill at its request.

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Please date-stamp the enclosed extra copy of this filing and return it to the undersigned in the attached self-addressed, stamped envelope. Should you have any questions, please do not hesitate to contact Brett Ferenchak at (202) 373-6697.

Respectfully submitted,

A handwritten signature in black ink that reads "Brett P. Ferenchak". The signature is fluid and cursive, with the first name "Brett" being larger and more prominent than the last name "Ferenchak".

Catherine Wang  
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Counsel for ATC Outdoor DAS, LLC